

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEBRASKA**

In re Dimensions In Senior Living, LLC et al., ¹ Debtors.)))))	Case No. 22-80860 Chapter 11 Joint Administered
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OBJECTION TO MOTION TO DISMISS FILED BY THE U.S. TRUSTEE

COME NOW Dimensions In Senior Living, LLC, Village Ridge, LLC, Village Place, LLC, WB Real Estate Of Iola, LLC, Humboldt Assisted Living LLC, Wilcox Properties Of Columbia, LLC, and Wilcox Properties Of Fort Calhoun, LLC (collectively, the “Debtors”), as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Chapter 11 Cases”), and in support of their Objection to Motion to Dismiss filed by the U.S. Trustee, state as follows:

1. On November 21, 2022, (the “Petition Date”), Debtors filed a separate, voluntary petitions for relief under chapter 11 of the Bankruptcy Code. This Court has jurisdiction over this case pursuant to 28 U.S.C. §1334. Venue is proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409. Debtors continue to operate their respective businesses as Debtors and debtors-in-possession pursuant to §§ 1101, 1107(a) and 1108 of the Bankruptcy Code. No party has requested the appointment of a trustee or examiner in the Chapter 11 Case, and no committees have been appointed or designated. This is a core proceeding pursuant to 28 U.S.C. §§ 157(b)(2)(A) and (O), and Debtors consent to entry of a final order by the Court in connection with this Application to the extent it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

2. As has been noted to this Court, Debtor has been in ongoing negotiations with various parties to acquire some or all of the assets of Debtors. These discussions have involved Debtors, its representatives and brokers, American National Bank and its attorneys, the potential buyer and its attorneys, the office of the United States Trustee, counsel for other creditors, and of course, Fannie Mae and its attorney.

3. On April 23, 2024, the office of the U.S. Trustee (the “UST”) filed a Motion To Dismiss these consolidated cases for: (i) not timely filing required monthly operating reports (“MORs”); (ii) not timely remitting required quarterly fees; and (iii) and that no plans of reorganization have been filed in these cases. Since the Motion to Dismiss was filed, the undersigned has been in regular contact with the UST to resolve these issues, and, as explained below, Debtors believe the issues raised in the Motion to Dismiss have been, or will very soon, be resolved.

MORs

¹ Dimensions In Senior Living, LLC, Tax I.D. No. 76-0771058, Village Ridge, LLC, Tax I.D. No. 20-3042744, Village Place, LLC, Tax I.D. No. 81-2042780, WB Real Estate Of IOLA, LLC, Tax I.D. No. 46-5548614, Humboldt Assisted Living LLC, Tax I.D. No. 48-1221950, Wilcox Properties Of Columbia, LLC, Tax I.D. No. 43-1934089, Wilcox Properties Of Fort Calhoun, LLC, Tax I.D. No. 20-5822304.

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4. As of the date of this filing, Debtors are current on their obligations to file MORs, with the caveat that the MORs for May 2024 are not yet due.

Quarterly Fees

5. As of the Date of this filing, Debtors are current on their obligation to remit quarterly fees owed to the UST, save Village Ridge, LLC. The fees owed by Village Ridge will be paid in the immediate future following the closing of the sale transaction for Village Ridge previously approved by this Court.

6. As noted in the Motion to Dismiss, the UST listed an estimated balance of fees currently owed to its office. Following the filing of the April 2024 MORs and the requisite adjustments and payments made, Debtor current quarterly fee balances are as follows: (i) Village Ridge: \$7,818.04; (ii) DISL: \$36.35; (iii) IOLA: \$21.03; (iv) Humboldt: -\$59.00; (v) Village Place: -\$142.00; (vi) Ft. Calhoun: -\$213.00; and (vii) Columbia: \$0.00.

Plan Status

7. Village Ridge.

- a. On April 19, 2024, Village Ridge filed its *Motion For Order Pursuant To 11 U.S.C. §§ 105(a), 363, Fed. R. Bank P. 6004, And Local R. Bank. P. 6004-1: (I) Authorizing And Approving The Sale Of Certain Assets Of Village Ridge LLC Free And Clear Of Liens, Claims, Interests, And Encumbrances; And (II) Granting Related Relief* (the “Sale Motion”). Filing No. 362.
- b. On April 30, 2024, this Court entered an order granting the Sale Motion and approving the sale of the Assets to Fannie Mae free and clear of all liens, claims, and interests pursuant to 11 U.S.C. §363(f) (the “Initial Sale Order”). The Initial Sale Order permits the parties to submit a more detailed sale order to the Court for consideration, which Debtors anticipate will be entered by the Court at any time.
- c. Debtors and Fannie Mae anticipate closing the sale contemplated by the Initial Sale Order the week of May 13, 2024.
- d. Debtors anticipate the filing of a plan of liquidation for Village Ridge within 7 days of the closing of the sale contemplated by the Initial Sale Order.

8. Village Place.

- a. As will be explained in filing to come the week of May 13, 2024, Debtors intend to a file a motion to approve the sale of the assets of Village Place to American National Bank. Once completed, Debtors anticipate the filing of a plan of liquidation or a motion to dismiss within 7 days of the closing of the sale of Village Ridge to American National Bank.

9. Humbolt / IOLA / Fort Calhoun.

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- a. Debtors have been in regular negotiations with their respective secured creditors for Debtors Humbolt / IOLA / Fort Calhoun and anticipate the filing of confirmable plans of reorganization by May 15, 2024.

10. Columbia.

- a. Debtors have been in regular negotiations with their respective secured creditors for Debtor Columbia anticipate the filing of confirmable plans of liquidation by May 15, 2024. This Plan of Liquidation contemplates the pursuit of a sizeable insurance claim that is now the subject of an adversary proceeding before this Court.

11. DISL.

- a. Debtors anticipate the filing of a plan of reorganization for Dimensions in Senior Living by May 30, 2024. The delay in filing a plan of reorganization for Dimensions is the result, in part, of the sales and liquidations of Village Ridge and Village Place, which will have a impact on Dimensions disclosure statement and reorganization structure.

12. While Debtors understand the protracted nature of these cases, the primary reason for the delay was a protracted sale process (previously explained to this Court in detail) involving multiple interested parties and banks that did not substantially conclude until about April 20, 2024. Nevertheless, and based on conversations with Debtors' secured creditors, Debtors firmly believe that consensually confirmable plans of liquidation or reorganization will be on file in the time frames as described above.

13. Based on the forgoing, the Court should deny the Motion to Dismiss as: (i) converting or dismissing these cases is not in the best interests of creditors and the estates, and the Debtors have and can any other party in interest establishes that: (A) there is a reasonable likelihood that the to be proposed plans will be confirmed within a reasonable period of time; and (B) the remaining grounds for converting or dismissing these cases described in the Motion to Dismiss have been cured or will be cured in the immediate future.

WHEREFORE, Debtors respectfully pray that this Court: (i) deny the Motion to Dismiss; and (ii) grant such other relief at equity or law as deemed necessary.

Respectfully submitted.

Dimensions In Senior Living, LLC, et al., Debtors.

By: /s/ Patrick R. Turner
TURNER LEGAL GROUP, LLC
Patrick Turner (NE Bar No. 23461)
139 S. 144th Street, Suite 665
Omaha, Nebraska 68010
Telephone: (402) 690-3675
pturner@turnerlegalomaha.com